

Pacific Gas & Electric Company, Case No. 01-30923 DM

Milbank Firm - Matter by Focus Area

UST Analysis - 8/04/04

FINAL REPORT ON MILBANK FEES - BY MATTER

From 4/6/01 (Filing of PG&E's Chapter 11 case) to 4/12/04 (Effective Date of Plan)

Total hours - 33.254.8

Total fees - \$13,566,363\*

\* Exclusive of special request of previously disallowed/unbilled fees of \$1,206,888

GENERAL BANKRUPTCY MATTERS

Case Admin., UST Compliance

Fee/Employment Application

Fee/Employment Objections

Non-Working Travel

Sub-total

COMPETING PLANS AND DISCLOSURE STATEMENTS

A. PG&E Plan

- ~ PG&E Plan Confirmation Proceedings  
UST Adj: Move to Settlement Plan
- ~ Pre-emption issue - PGE plan
- ~ PG&E Plan - Regulatory Implementation
- ~ Plan Confirmation Discovery

Total, PG&E's Plan

B. CPUC Plan

- ~ CPUC Plan Confirmation Proceedings

Total, CPUC's Plan

C. Joint CPUC/Committee Plan

- ~ Joint Plan Confirmation Proceedings
- ~ Committee Disc.Statement Formulation
- ~ Joint Plan Discovery

Total Jt CPUC/Comm. Plan

D. THE CONFIRMED SETTLEMENT PLAN

- ~ Earlier mediation efforts
- ~ Settltmt negotiations (4/03-6/03) from above
- ~ Settlement plan confirmation trial
- ~ Settlement plan discovery
- ~ CPUC Hearings re plan (UST ADJ)
- ~ Plan Implementation and Appeals

Total, Settlement Plan

Sub-total, All Plans & Disc. Statements

HOURS BILLED									
1st Fee	2nd Fee	3rd Fee	4th Fee	5th Fee	6th Fee	7th Fee	8th Fee	FINAL	Cumulative
Application	Application	Application	Application	Application	Application	Application	Application	Application	Hours
Total	Total	Total	Total	Total	Total	Total	Total	Total	To Date
Hours	Hours	Hours	Hours	Hours	Hours	Hours	Hours	Hours	April 2001-
4/01-7/01	8/01-11/01	12/01-3/02	4/02-7/02	8/02-11/02	12/02-3/03	4/03-7/03	8/03-11/03	12/03-4/12/04	4/12/04
839.2	579.5	515.4	631.9	827.7	704.1	443.0	570.8	304.1	5,415.7
164.0	282.9	203.5	183.7	381.3	279.8	192.7	121.4	133.8	1,943.1
53.5	46.5	2.7	65.0	8.6	0.0	1.0	0.0	36.9	214.2
92.0	8.4	9.5	28.0	37.0	66.2	21.8	79.9	38.0	380.8
1,148.7	917.3	731.1	908.6	1,254.6	1,050.1	658.5	772.1	512.8	7,953.8
297.6	1,276.2	824.0							2,397.8
			447.2	111.2	1,029.0	317.7	0	0	1,905.1
						(179.6)	0	0	-179.6
		325.7	12.3	18.3	1.0	15.5	9.7	0	382.5
	384.4	450.1	219.7	0	0	0	0	0	1,054.2
			49.4	576.5	344.2	0	0	0	970.1
297.6	1,660.6	1,599.8	728.6	706.0	1,374.2	153.6	9.7	0	6,530.1
		138.6	436.7	0	0	0	0	0	575.3
			229.2	55.7	0	0	0	0	284.9
0	0	138.6	665.9	55.7	0	0	0	0	860.2
			177.1	678.2	100.8	8.9	0	0	965.0
				1,136.5	345.9	3.8	0	0	1,486.2
			56.1	0	0	0	0	0	56.1
				541.8	46.5	0	0	0	588.3
0	0	0	233.2	2,356.5	493.2	12.7	0	0	3,095.6
	0	0	301.4	17.5	0	0	0	0	318.9
	0	0	0	0	0	179.6	0	0	179.6
	0	0	0	0	0	443.9	991.8	185.8	1,621.5
	0	0	0	0	0	0	271.5	0	271.5
	0	0	0	0	0	0	485.6	577.3	1,062.9
	0	0	0	0	0	0	0	244.3	244.3
0	0	301.4	17.5	0	0	623.5	1,748.9	1,007.4	3,698.7
297.6	1,660.6	2,039.8	1,645.2	3,118.2	1,867.4	789.8	1,758.6	1,007.4	14,184.6

FEES BILLED									
1st Fee	2nd Fee	3rd Fee	4th Fee	5th Fee	6th Fee	7th Fee	8th Fee	FINAL	Cumulative
Application	Application	Application	Application	Application	Application	Application	Application	Application	Fees
Total	Total	Total	Total	Total	Total	Total	Total	Total	To Date
Fees	Fees	Fees	Fees	Fees	Fees	Fees	Fees	Fees	April 2001-
4/01-7/01	8/01-11/01	12/01-3/02	4/02-7/02	8/02-11/02	12/02-3/03	4/03-7/03	8/03-11/03	12/03-4/12/04	4/12/04
\$263,076	\$132,127	\$74,155	\$74,960	\$78,305	\$62,428	\$48,072	\$38,092	\$28,710	\$799,924
64,544	102,995	69,384	58,865	141,880	94,174	67,366	36,690	45,777	681,674
25,319	20,723	1,477	33,639	4,129	0	427	0	18,215	103,929
37,256	4,203	5,133	11,340	19,490	28,651	8,255	39,240	17,290	170,857
\$390,195	\$260,048	\$150,149	\$178,804	\$243,803	\$185,253	\$124,119	\$114,022	\$109,992	\$1,756,383
161,118	652,685	431,977							1,245,780
			222,102	52,651	545,634	173,157	0	0	993,543
			0	0	0	-104,600	0	0	-104,600
		154,188	6,890	7,881	465	8,542	4,472	0	182,437
	179,944	207,840	99,076	0	0	0	0	0	486,860
			27,084	279,506	160,319	0	0	0	466,909
\$161,118	\$832,629	\$794,005	\$355,152	\$340,037	\$706,417	\$77,099	\$4,472	\$0	\$3,270,929
		70,060	230,274	0	0	0	0	0	300,334
			107,539	14,438	0	0	0	0	121,976
0	0	\$70,060	\$337,813	\$14,438	0	0	0	0	\$422,310
			88,189	365,526	39,580	4,870	0	0	498,165
				559,571	180,994	2,100	0	0	742,665
			23,370				0	0	23,370
				238,089	15,842		0	0	253,930
0	0	0	\$111,559	\$1,163,186	\$236,415	\$6,970	0	\$0	\$1,518,129
0	0	160,120	10,130	0	0	0	0	0	170,250
0	0	0	0	0	0	104,600	0	0	104,600
0	0	0	0	0	0	222,852	489,612	94,276	806,739
0	0	0	0	0	0	0	122,188	0	122,188
0	0	0	0	0	0	0	227,024	289,715	516,739
							123,420		123,420
0	0	\$160,120	\$10,130	0	0	\$327,452	\$838,824	\$507,410	\$1,843,935
\$161,118	\$832,629	\$1,024,185	\$814,652	\$1,517,660	\$942,832	\$411,521	\$843,296	\$507,410	\$7,055,303

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	HOURS BILLED											FEES BILLED									
	1st Fee	2nd Fee	3rd Fee	4th Fee	5th Fee	6th Fee	7th Fee	8th Fee	FINAL	Cumulative		1st Fee	2nd Fee	3rd Fee	4th Fee	5th Fee	6th Fee	7th Fee	8th Fee	FINAL	Cumulative
	Application	Application	Application	Application	Application	Application	Application	Application	Application	Hours		Application	Application	Application	Application	Application	Application	Application	Application	Application	Application
	Total Hours	Total Hours	Total Hours	Total Hours	Total Hours	Total Hours	Total Hours	Total Hours	Total Hours	To Date April 2001-4/12/04		Total Fees	Total Fees	Total Fees	Total Fees	Total Fees	Total Fees	Total Fees	Total Fees	Total Fees	To Date April 2001-4/12/04
COMMITTEE MTGS & MATTERS	4/01-7/01	8/01-11/01	12/01-3/02	4/02-7/02	8/02-11/02	12/02-3/03	4/03-7/03	8/03-11/03	12/03-4/12/04	4/12/04		4/01-7/01	8/01-11/01	12/01-3/02	4/02-7/02	8/02-11/02	12/02-3/03	4/03-7/03	8/03-11/03	12/03-4/12/04	4/12/04
	516.3	66.9	98.4	165.5	83.5	20.8	85.8	65.5	82.2	1,184.9		\$280,969	\$38,216	\$58,451	\$97,009	\$48,275	\$9,752	\$45,544	\$34,806	\$43,903	\$656,924
	14.2	65.5	53.6	104.6	92.4	348.2	169.8	69.7	174.4	1,092.4		\$7,832	\$31,531	\$26,563	\$49,573	\$43,132	\$147,502	\$67,922	\$27,024	\$75,255	\$476,333
	1,314.8	234.2	45.9	18.2	3.0	20.2	15.4	13.0	20.7	1,685.4		489,134	90,510	20,716	8,689	1,270	10,011	6,802	5,131	8,927	641,189
	219.1	15.7	2.1		1.6	0.4	2.0	0.0	0	240.9		66,581	8,879	1,250		952	238	1,190	0	0	79,090
	1,117.5	87.3	105.2	63.8	16.1	11.7	17.9	4.8	3.2	1,427.5		477,728	41,061	37,428	28,273	7,899	4,418	7,432	2,022	1,497	607,757
	Turn Accounting Adversary Proceeding			9.7	17.7	12.9	13.7	6.6	0	60.6					4,719	8,231	5,878	4,809	2,989	0	26,625
	DWR Issues			57.6	136.6	153.2	52.7	48.1	36.2	484.4					24,180	58,610	70,290	25,296	23,088	17,738	219,202
	Federal Regulatory/FERC	Previously included above	135.9	275.9	129.8	131.0	96.3	36.8	9.9	0.2		815.8		55,367	113,550	56,719	59,609	41,350	17,783	4,804	114
State Regulatory/CPUC	355.1	296.9	371.3	285.6	333.9	407.0	775.3	577.3	3,402.4	3,402.4	142,708	132,763	156,476	125,025	134,183	184,974	365,776	289,715	1,531,619		
JUST ADJ /transfer CPUC Hrgs/Settlement Plan								(486)	(577)	(1,063)								-227,024	(289,715)	-516,739	
Legislative		97.2	51.7	100.6	16.7	49.0	17.1	43.6	28.3	404.2		36,217	10,996	30,022	7,220	17,460	7,216	22,521	12,879	144,530	
Sub-total	2,651.3	925.4	777.7	751.0	608.3	677.6	562.6	415.7	88.6	7,458.2	\$1,033,443	\$374,742	\$316,703	\$309,078	\$268,815	\$283,826	\$255,500	\$199,306	\$41,155	\$3,082,566	
POWER PRODUCERS AND SUPPLIERS																					
	100.6	64.4	36.4	5.2	4.6	2.7	2.5	0	0	216.4	41,773	32,021	18,029	2,483	2,373	1,282	1,223	0	0	99,184	
	0	0	0	1.5	3.8	3.4	0	1.7	0	10.4	0	0	0	698	1,767	1,322	0	816	0	4,603	
	482.9	121.5	48.0	27.3	20.7	13.3	5.2	8.0	6.5	733.4	237,504	54,723	21,773	12,795	9,652	5,906	2,002	3,143	2,707	350,204	
Sub-total	583.5	185.9	84.4	34.0	29.1	19.4	7.7	9.7	6.5	960.2	\$279,277	\$86,744	\$39,802	\$15,975	\$13,792	\$8,510	\$3,225	\$3,959	\$2,707	\$453,990	
OTHER MATTERS																					
	101.0	146.0	1.5	0	0	0	0	0	0	248.5	24,154	63,347	718	0	0	0	0	0	0	88,219	
	0.2	0	0	0	0	0	0	0	0	0.2	119	0	0	0	0	0	0	0	0	119	
	35.6	0	0	0	0	0	0	0	0	35.6	13,706	0	0	0	0	0	0	0	0	13,706	
	24.7	0	0	0	0	0	0	0	0	24.7	12,379	0	0	0	0	0	0	0	0	12,379	
	21.3	0	2	1.2	0	0	0	0	0	24.0	10,992	0	893	610	0	0	0	0	0	12,495	
	0	0	0	0	2.5	25.2	9.0	0	0	36.7	0	0	0	0	1,163	8,262	2,849	0	0	12,274	
	4.7	6.3	6.5	1.0	7.6	8.8	9.0	0	0	43.9	2,719	3,623	3,804	595	2,072	3,790	4,320	0	0	20,923	
	PG&E Real Estate	0	0	0	1.3	0	0	0	0	1.3	0	0	0	0	605	0	0	0	0	0	605
	Data Analysis	5.8	0	0	0	0	0	0	0	5.8	2,610	0	0	0	0	0	0	0	0	0	2,610
Sub-total	193.3	152.3	9.5	2.2	11.4	34.0	18.0	0	0.0	420.7	\$66,679	\$66,970	\$5,415	\$1,205	\$3,839	\$12,052	\$7,169	0	\$0	\$163,329	
Rounding Adjustments											-17		-11							-28	
	5,404.9	3,973.9	3,794.5	3,611.1	5,197.5	4,017.5	2,292.2	3,091.3	1,871.9	33,254.8	\$2,219,496	\$1,690,880	\$1,621,257	\$1,466,295	\$2,139,315	\$1,589,726	\$915,000	\$1,222,411	\$780,420	\$13,644,798	
Total	Voluntary adjustment to final fee request																				
	Less Disallowed Fees																				
	Adjusted Fees																				